

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

J. MICHAEL CHARLES; MAURICE W.  
WARD, JR.; JOSEPH I. FINK, JR., on behalf  
themselves and all others similarly situated  
situated,

Plaintiffs,

v.

PEPCO HOLDINGS, INC; CONECTIV, and  
PEPCO HOLDINGS RETIREMENT PLAN,

Defendants.

C. A. NO. 05-702 (SLR)  
(Lead Case)

**AFFIDAVIT OF A. ZACHARY NAYLOR**

STATE OF DELAWARE )

COUNTY OF NEW CASTLE )

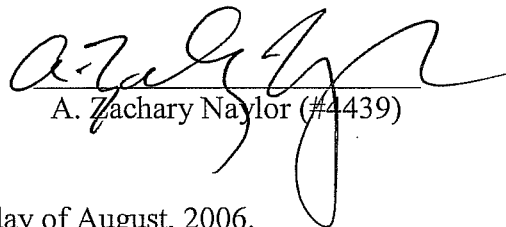
ss.

A. Zachary Naylor, having been duly sworn, hereby deposes and says:

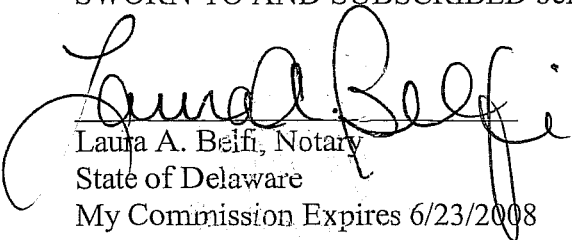
1. I am a member of the bar of the Supreme Court of the State of Delaware and of this Court, and an associate at Chimicles & Tikellis LLP, counsel to J. Michael Charles, Maurice W. Ward, Jr., and Joseph I. Fink, Jr. in this action.

2. I hereby affirm that attached hereto as Exhibit 1 is a true and correct copy of the firm biography of Chimicles & Tikellis, LLP.

Dated: August 15, 2006

  
A. Zachary Naylor (#4439)

SWORN TO AND SUBSCRIBED before me, a notary public this 15<sup>th</sup> day of August, 2006.

  
Laura A. Belfi, Notary  
State of Delaware

My Commission Expires 6/23/2008

LAURA A. BELFI  
NOTARY PUBLIC

STATE OF DELAWARE

My Commission Expires June 23, 2008